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Attorneys for Lehman Brothers Holdings Inc.  
and Certain of Its Affiliates

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (SCC)
Debtors.	: (Jointly Administered)
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**SIXTEENTH NOTICE OF WITHDRAWAL OF DEBTORS'  
APPLICATION TO ASSUME CERTAIN EXECUTORY CONTRACTS**

PLEASE TAKE NOTICE of the following:

1. On October 25, 2011, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a Plan Supplement (as amended from time to time the “Plan Supplement”) [ECF No. 21254],<sup>1</sup> containing documents and schedules in connection with the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors (the “Plan”),<sup>2</sup> dated December 5, 2011 [ECF No. 22973]. The Plan was confirmed by order of the Court on December 6, 2011 (the “Confirmation Order”) [ECF No. 23023] and became effective on March 6, 2012.

<sup>1</sup> A list of the amendments to the Plan Supplement and other notices and orders pertaining thereto is annexed hereto as Exhibit A.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan.

2. Pursuant to the Confirmation Order, the hearing on the Debtors' proposed assumption of certain executory contracts and unexpired leases set forth on Exhibit 2 to the Plan Supplement was adjourned until (i) February 14, 2012, or (ii) such other date as may be scheduled by the Debtors, with leave from the Court, with at least 30 days notice to the relevant counterparty, or as otherwise agreed.

3. On January 31, 2012, February 9 and 13, 2012, April 3, 2012, May 31, 2012, June 25, 2012, August 14, 2012, October 19, 2012, November 16, 2012, December 4, 2012, February 8, 2013, March 8, 2013, June 27, 2013, October 28, 2013, and February 24, 2014, the Debtors filed notices of withdrawal of their application to assume certain executory contracts or to defer indefinitely the hearing on their application to assume certain executory contracts (the "Notices of Withdrawal or Deferral").

4. Subsequent to the filing of the Notices of Withdrawal or Deferral, the Debtors have reached agreements with certain additional parties with respect to their objections to the Debtors' application to assume executory contracts and unexpired leases.

5. The Debtors hereby withdraw their application to assume the executory contracts identified on Exhibit B hereto (the "Withdrawn Contracts").

6. The Debtors reserve their rights to withdraw in the future their application to assume additional executory contracts and unexpired leases set forth on

Schedule 1 or 2 to the Confirmation Order or that are the subject of the objections listed  
on Schedule 1 or 2 to the Confirmation Order.

Dated: June 17, 2014  
New York, New York

/s/ Jacqueline Marcus

Jacqueline Marcus  
Robert J. Lemons

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New York, New York 10153  
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**EXHIBIT A**

**AMENDMENTS TO THE PLAN SUPPLEMENT AND OTHER NOTICES AND  
ORDERS PERTAINING THERETO**

1. Amendment No. 1 to the Plan Supplement, filed on November 4, 2011 [ECF No. 21665].
2. Amendment No. 2 to the Plan Supplement, filed on November 15, 2011 [ECF No. 22156].
3. Amendment No. 3 to the Plan Supplement, filed on November 22, 2011 [ECF No. 22590].
4. Amendment No. 4 to the Plan Supplement, filed on November 29, 2011 [ECF No. 22742].
5. Amendment No. 5 to the Plan Supplement, filed on December 2, 2011 [ECF No. 22876].
6. Amendments No. 6 and No. 7 to the Plan Supplement, filed on December 5, 2011 [ECF Nos. 22975 and 22980].
7. Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on January 31, 2012 [ECF No. 24823].
8. Notice of (i) Withdrawal of Debtors' Application to Assume Certain Executory Contracts, (ii) Indefinite Adjournment of Debtors' Application to Assume Certain Executory Contracts, (iii) Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, and (iv) Status Conference on Debtors' Proposed Assumption of Executory Contracts, filed on February 9, 2012 [ECF No. 25201].
9. Third Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 13, 2012 [ECF No. 25266].
10. Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, entered by the Court on March 19, 2012 [ECF No. 27016].
11. Fourth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on April 3, 2012 [ECF No. 27262].
12. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on April 4, 2012 [ECF No. 27272].
13. Fifth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on May 31, 2012 [ECF No. 28313].
14. Notice of Presentment of Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, filed on May 31, 2012 [ECF No. 28326].
15. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on June 19, 2012 [ECF No. 28871].

16. Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28956].
17. Corrected Sixth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on June 25, 2012 [ECF No. 28957].
18. Seventh Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on August 14, 2012 [ECF No. 30026].
19. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on September 12, 2012 [ECF No. 30894].
20. Order Authorizing Debtors to Assume Certain Executory Contract, entered by the Court on September 28, 2012 [ECF No. 31130].
21. Eighth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on October 19, 2012 [ECF No. 31569].
22. Ninth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on November 16, 2012 [ECF No. 32144].
23. Order Authorizing Debtors to Assume Certain Executory Contracts, entered by the Court on November 28, 2012 [ECF No. 32382].
24. Tenth Notice of Withdrawal or Deferral of Debtors' Application to Assume Certain Executory Contracts, filed on December 4, 2012 [ECF No. 32574].
25. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on December 4, 2012 [ECF No. 32576].
26. Eleventh Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 8, 2013 [ECF No. 34503].
27. Twelfth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on March 8, 2013 [ECF No. 35786].
28. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on March 14, 2013 [ECF No. 35924].
29. Order Authorizing Debtors to Assume Certain Executory Contracts, entered by the Court on March 19, 2013 [ECF No. 36058].
30. Thirteenth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on June 27, 2013 [ECF No. 38227].

31. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on July 3, 2013 [ECF No. 38404].
32. Notice of Corrected Exhibit with Respect to Thirteenth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on July 12, 2013 [ECF No. 38686].
33. Notice of Corrected Exhibit with Respect to Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on July 15, 2013 [ECF No. 38714].
34. Order Authorizing Debtors to Assume Certain Executory Contracts and Unexpired Leases, entered by the Court on August 28, 2013 [ECF No. 39883].
35. Fourteenth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on October 28, 2013 [ECF No. 40762].
36. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on October 28, 2013 [ECF No. 40767].
37. Fifteenth Notice of Withdrawal of Debtors' Application to Assume Certain Executory Contracts, filed on February 24, 2014 [ECF No. 43288].
38. Notice of Adjournment of Hearing on Debtors' Application to Assume Certain Executory Contracts, filed on March 5, 2014 [ECF No. 43430].

**EXHIBIT B**  
**WITHDRAWN CONTRACTS**



Counterparty	Debtor	Title of Agreement	Notice Address
BERYL FINANCE LIMITED SERIES 2007-10	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF OCTOBER 10, 2002, AS AMENDED AND RESTATED ON JULY 21, 2006	WALKERS SPV LIMITED WALKER HOUSE, 87 MARY STREET GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS
			KIRKLAND & ELLIS LLP JAMES H.M. SPRAYREGEN, P.C. DAVID R. SELIGMAN, P.C. 601 LEXINGTON AVENUE NEW YORK, NY 10022
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVENUE NEW YORK, NY 10022
BLUE POINT CDO LIMITED SPC SERIES 2005-2	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF SEPTEMBER 20, 2005	850 LIBRARY AVENUE, SUITE 204 NEWARK, DE 19711
			C/O DONALD J. PUGLISI 850 LIBRARY AVENUE, SUITE 204 NEWARK, DE 19711
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, IL 60603
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVENUE 34TH FLOOR NEW YORK, NY 10017-5010
CARLTON COMMUNICATIONS LIMITED (F/K/A CARLTON COMMUNICATIONS PLC) (LISTED AS ITV PLC)	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JULY 8, 2003	C/O CARLTON COMMUNICATIONS PLC 25 KNIGHTSBRIDGE LONDON, SW1X 7RZ UNITED KINGDOM
			CARLTON COMMUNICATIONS LIMITED THE LONDON TELEVISION CENTRE UPPER GROUND LONDON SE1 9LT ATTENTION: COMPANY SECRETARY
			HOGAN LOVELLS US LLP CHRISTOPHER R. DONOHO III 875 THIRD AVENUE NEW YORK, NY 10022

Counterparty	Debtor	Title of Agreement	Notice Address
			HOGAN LOVELLS INTERNATIONAL LLP ATLANTIC HOUSE HOLBORN VIADUCT LONDON EC1A 2FG ATTENTION: HUGH LYONS
EUROSAIL 2006-3NC PLC	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF NOVEMBER 9, 2006	25 OLD BROAD STREET LONDON, EC2N 1HQ UNITED KINGDOM
			BNY CORPORATE TRUSTEE SERVICES LIMITED – LONDON BRANCH ONE CANADA SQUARE LONDON, E14 5AL UNITED KINGDOM
			C/O BNY CORPORATE TRUSTEE SERVICES LTD ONE CANADA SQUARE LONDON, E14 5AL UNITED KINGDOM
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVENUE NEW YORK, NY 10022
			KRAMER LEVIN NAFTALIS & FRANKEL LLP LAUREN MACKSOD JOSHUA FRIEDMAN 1177 AVENUE OF THE AMERICAS NEW YORK, NY 10036
LEHMAN BROTHERS SMALL BALANCE COMMERCIAL MORTGAGE TRUST 2007--2	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JULY 24, 2007	HSBC BANK, USA CTLA - STRUCTURED FINANCE 10 EAST 40TH STREET, FLOOR 14 NEW YORK, NY 10016 ATTN: THOMAS MUSARRA
			U.S. BANK NATIONAL ASSOCIATION ONE FEDERAL STREET, THIRD FLOOR BOSTON, MA 02110 ATTN: STRUCTURED FINANCE DEPARTMENT – LBSBC 2007-2
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, IL 60603

Counterparty	Debtor	Title of Agreement	Notice Address
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVENUE 34TH FLOOR NEW YORK, NY 10017-5010
RACERS SERIES 2002-26 CLASS A2	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JULY 26, 2002	BNY CORPORATE TRUSTEE SERVICES LIMITED – LONDON BRANCH ONE CANADA SQUARE LONDON, E14 5AL UNITED KINGDOM
			C/O AIB INTERNATIONAL FINANCIAL SERVICES CENTRE NORTH WALL QUAY DUBLIN 1, IRELAND
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVENUE NEW YORK, NY 10022
SEALINK FUNDING LIMITED	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JUNE 7, 2008	BNY CORPORATE TRUSTEE SERVICES LIMITED – LONDON BRANCH ONE CANADA SQUARE LONDON LONDON, E14 5AL UNITED KINGDOM
			HSBC BANK, USA CTLA - STRUCTURED FINANCE 10 EAST 40TH STREET, FLOOR 14 NEW YORK, NY 10016 ATTN: THOMAS MUSARRA
			SNR DENTON US LLP CAROLE NEVILLE 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020-1089
			REED SMITH LLP ERIC A. SCHAFER MICHAEL J. VENDITTO 599 LEXINGTON AVENUE NEW YORK, NY 10022
WHITE MARLIN CDO 2007-1 LIMITED	LEHMAN BROTHERS SPECIAL FINANCING INC.	ISDA MASTER AGREEMENT, DATED AS OF JUNE 22, 2007	540 WEST MADISON STREET, 25TH FLOOR CHICAGO, IL 60661 ATTN: MATTHEW MASSIER

Counterparty	Debtor	Title of Agreement	Notice Address
			CHAPMAN AND CUTLER LLP JAMES E. SPIOTTO ANN E. ACKER FRANKLIN H. TOP, III JAMES HEISER 111 WEST MONROE STREET CHICAGO, IL 60603
			CHAPMAN AND CUTLER LLP CRAIG M. PRICE 330 MADISON AVENUE 34TH FLOOR NEW YORK, NY 10017-5010
			C/O US BANK CORPORATE TRUST SERVICES P.O. BOX 960778 BOSTON, MA 02196-0778 ATTN: JOHN LEURINI
			HSBC BANK, USA CTLA - STRUCTURED FINANCE 10 EAST 40TH STREET, FLOOR 14 NEW YORK, NY 10016 ATTN: THOMAS MUSARRA
			MAPLESFS LIMITED P.O. BOX 1093 QUEENSGATE HOUSE 113 SOUTH CHURCH STREET GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS
			C/O PUGLISI & ASSOCIATES 850 LIBRARY AVENUE, SUITE 204 NEWARK, DE 19711 ATTN: DONALD J. PUGLISI
			P.O. BOX 1093 GT, QUEENSGATE HOUSE GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS ATTN: GENERAL COUNSEL OR CORPORATE EXEC